

Press release

Important update in Rio Tinto bid for Riversdale

6 April 2011

- **Offer price increased to \$16.50**
- **Offer period automatically extended by two weeks to 20 April 2011**

Rio Tinto Jersey Holdings 2010 Limited (RTJ), a wholly-owned subsidiary of the Rio Tinto Group, has obtained an interest in 49.49 per cent of all the shares of Riversdale Mining Limited (Riversdale) as of a short time ago. As a result, RTJ has now increased the Offer price under its takeover Offer (Offer) for Riversdale to \$16.50 cash per share.

Given the Offer is now unconditional, Riversdale shareholders who have accepted the Offer on or before today's date will be paid the Offer price of \$16.50 per share by 13 April 2011.¹ Riversdale shareholders who accept the Offer after today's date will be paid the Offer price of \$16.50 within five business days of that acceptance being received.

Also, in accordance with section 624(2) of the Corporations Act (as modified), the Offer period has been automatically extended for a period of 14 days as a result of the Offer price increase, so that it will now end at 7.00pm (Sydney time) on Wednesday, 20 April 2011 (unless further extended).

The Handling Fee described in RTJ's Third Supplementary Bidder's Statement will apply throughout the extended Offer period. RTJ may extend the period during which the Handling Fee will apply by further announcement released to the Australian Securities Exchange.

RTJ urges all Riversdale shareholders who have not yet accepted this unanimously recommended and unconditional Offer to do so as soon as possible.

Enclosed with this announcement are the following documents:

- a notice under section 650D of the Corporations Act regarding the increase in the Offer price;
- a notice under section 624(2) of the Corporations Act regarding the automatic extension to the Offer period; and
- a letter to Riversdale shareholders.

The Offer period will close at 7.00pm (Sydney, Australia time) on 20 April 2011, unless extended.²

¹ Those Riversdale shareholders who have previously been paid \$16.00 per share for their acceptance of the Offer will receive the extra \$0.50 per share by 13 April 2011.

² Under section 624(2) of the Corporations Act (as modified), if in the last 7 days of the Offer period RTJ's voting power in Riversdale increases to more than 50 per cent, there will be an automatic extension of the Offer period, so that it ends 14 days after RTJ's voting power exceeding 50 per cent.

About Rio Tinto

Rio Tinto is a leading international mining group headquartered in the UK, combining Rio Tinto plc, a London and NYSE listed company, and Rio Tinto Limited, which is listed on the Australian Securities Exchange.

Rio Tinto's business is finding, mining, and processing mineral resources. Major products are aluminium, copper, diamonds, energy (coal and uranium), gold, industrial minerals (borax, titanium dioxide, salt, talc) and iron ore. Activities span the world but are strongly represented in Australia and North America with significant businesses in South America, Asia, Europe and southern Africa.

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Corporations Act 2001 (Cth)

Section 650D(1)

**NOTICE OF VARIATION OF OFFER – IMPROVING THE CONSIDERATION
OFFERED**

To: Riversdale Mining Limited (ABN 53 006 031 161) (**Riversdale**)

Australian Securities and Investments Commission (**ASIC**)

Each holder of shares in Riversdale to whom the Offer referred to below has been made

This is a notice given by Rio Tinto Jersey Holdings 2010 Limited (ARBN 148 135 844) (a company incorporated in Jersey) (**RTJ**) in relation to the offers dated 11 January 2011 made under its off-market takeover bid for all of the ordinary shares in Riversdale (**Offer**) and contained in its bidder's statement dated 10 January 2011 (as supplemented by its supplementary bidder's statements dated 10 February 2011, 17 February 2011, 10 March 2011 and 29 March 2011).

In accordance with section 650D(1) of the *Corporations Act 2001* (Cth) (**Act**), RTJ gives notice that the Offer is varied by increasing the cash sum offered for each ordinary share in Riversdale under the Offer to \$16.50.

A copy of this notice was lodged with ASIC on 6 April 2011. Neither ASIC nor any of its officers takes any responsibility for the contents of this notice.

This notice has been approved by a resolution of the Directors of RTJ.

Dated 6 April 2011

Signed for and on behalf of Rio Tinto Jersey Holdings 2010 Limited



Stephen Consedine
Company Secretary
Rio Tinto Services Limited (local agent of RTJ)

Corporations Act 2001 (Cth)

Section 624(2)

NOTICE OF AUTOMATIC EXTENSION OF OFFER PERIOD

To: Riversdale Mining Limited (ABN 53 006 031 161) (**Riversdale**)

Each holder of shares in Riversdale who has not accepted the Offer referred to below

This is a notice given by Rio Tinto Jersey Holdings 2010 Limited (ARBN 148 135 844) (a company incorporated in Jersey) (**RTJ**) in relation to the offers dated 11 January 2011 made under its off-market takeover bid for all of the ordinary shares in Riversdale (**Offer**) and contained in its bidder's statement dated 10 January 2011 (as supplemented by its supplementary bidder's statements dated 10 February 2011, 17 February 2011, 10 March 2011 and 29 March 2011). Unless the context requires otherwise, defined terms in this notice have the same meaning as in the Bidder's Statement.

In accordance with section 624(2) of the *Corporations Act 2001* (Cth) (**Act**), RTJ gives notice that, as a result of the Offer being varied to improve the consideration offered within the last 7 days of the Offer Period, the Offer Period is automatically extended pursuant to section 624(2) of the Act so that the Offer remains open for acceptance until 7.00pm (Sydney, Australia time) on 20 April 2011.

Dated 6 April 2011

Signed for and on behalf of Rio Tinto Jersey Holdings 2010 Limited



Stephen Consedine
Company Secretary
Rio Tinto Services Limited (local agent of RTJ)

RioTinto

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6 April 2011

Dear Riversdale Shareholder

This letter is to update you on the progress of the offer by Rio Tinto Jersey Holdings 2010 Limited (**RTJ**) to acquire all of your Riversdale shares (**Offer**).

Offer price increased to \$16.50

RTJ has now obtained an interest in more than 47 per cent of Riversdale shares, and therefore, in line with its previously announced commitment, the Offer price has been increased to \$16.50 cash per share. The formal notice for this price increase is enclosed.

As the Offer is now unconditional, Riversdale shareholders who have accepted the Offer on or before the date of this letter will be paid the Offer price of \$16.50 per share by 13 April 2011¹. Riversdale shareholders who accept the Offer after today's date will be paid the Offer price of \$16.50 within five business days of that acceptance being received.

Offer period extended to 20 April 2011

In accordance with section 624(2) of the Corporations Act (as modified), the Offer period has been automatically extended for a period of 14 days as a result of the Offer price increase, so that it will now end at **7.00pm (Sydney time) on Wednesday, 20 April 2011** (unless further extended). The formal notice for this automatic extension is enclosed.

Broker handling fees

The handling fee for brokers described in RTJ's Third Supplementary Bidder's Statement dated 10 March 2011 will apply until the current Offer period ends.

Accepting the Offer

We encourage you to accept this unconditional and recommended Offer as soon as possible by completing the Acceptance Form that was enclosed with the Bidder's Statement sent to you in January 2011 and sending it to the address shown on the Acceptance Form. If you hold your Riversdale shares in a CHES holding, you may also accept by instructing your Controlling Participant (usually your broker) to do so on your behalf.

If you have misplaced your Acceptance Form or the Bidder's Statement, or have any other questions relating to the Offer, please call the offer information line on 1800 102 639 (callers within Australia) or +61 3 9415 4878 (callers outside Australia).

¹ Those Riversdale shareholders who have previously been paid \$16.00 per share for their acceptance of the Offer will receive the extra \$0.50 per share by 13 April 2011.

If you have already accepted the Offer in respect of your Riversdale shares, you are not required to take any further action.

Yours faithfully



Stephen J Consedine

Company secretary

Rio Tinto Services Limited

(Local agent for Rio Tinto Jersey Holdings 2010 Limited)

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